

EXHIBIT 2
(Declaration of Annie Taylor)

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF NORTH CAROLINA
EASTERN DIVISION

CIVIL ACTION FILE NO.: 4:12-cv-00154-D

NORTH CAROLINA)
ENVIRONMENTAL JUSTICE)
NETWORK, NEUSE RIVERKEEPER)
FOUNDATION, INC., and)
WATERKEEPER ALLIANCE, INC.,)
Plaintiffs)

v.)

MR. DONALD TAYLOR and MS.)
ANNIE TAYLOR, individually and)
d/b/a TAYLOR FINISHING, MR.)
JUSTIN T. MCLAWHORN, and MR.)
AARON MCLAWHORN,)
Defendants)

**DECLARATION OF
ANNIE TAYLOR**

I, Annie Taylor, declare as follows:

1. I am a citizen of the United States and resident of the State of North Carolina.
2. I am over 18 years of age; I am not under any disability; and I am fully able to make the statements set forth in this Declaration.
3. Except where expressly stated on the basis of information which has been provided to me and which I believe is true, the statements and facts contained in this Declaration are based on my own personal knowledge and experience.
4. In the summer of 2010, my husband, Donald Taylor, and I engaged a realtor to help us locate a farm in eastern North Carolina. We then owned another farm on

which we raised swine through what is called the finishing process, and we were interested in expanding this farming operation.

5. The realtor identified farming property at 508 Ben Banks Road in Pollocksville Township, Jones County, North Carolina, that contained sufficient acreage and capacity for our intended purposes (the "Property"). The Property then was owned by Bobbie F. McLawhorn and wife, Jane P. McLawhorn (the "McLawhorns").

6. Neither my husband nor I knew or had had any contact with the McLawhorns prior to the identification of the Property by our realtor.

7. Prior to making an offer to purchase the Property, my husband visited the Property to inspect the land and related improvements that were owned by the McLawhorns and we were interested in purchasing. The Property then was being used by the McLawhorns as a farm to raise swine in the finishing process.

8. On June 21, 2010, my husband and I made an Offer to Purchase the Property from the McLawhorns, and the Offer to Purchase was accepted by the McLawhorns.

9. On November 23, 2010, my husband and I purchased from the McLawhorns approximately 219 acres of real property in Jones County, North Carolina, and limited property related to their swine operation. A true and accurate copy of the deed evidencing this purchase is attached as Exhibit A.

10. Prior to negotiating the purchase of the property, neither my husband nor I personally knew the McLawhorns or had any association with them or the operation and management of the swine farm during their ownership of the Property that has become the subject of this lawsuit.

11. Prior to negotiating the purchase of the property, neither my husband nor I personally knew either of the other defendants named in this lawsuit, Aaron McLawhorn or Justin T. McLawhorn (the "McLawhorn Defendants"), or had any association with them during their operation and management of the swine farm that has become the subject of this lawsuit.

12. Prior to my husband's receipt of a letter dated January 11, 2011, from the Plaintiffs in this lawsuit, neither he nor I had any knowledge of McLawhorn Livestock Farms, Inc. (the "Corporation"), or had any association with it or its operation and management of the swine farm that has become the subject of this lawsuit. Neither of us has ever been an officer, director, shareholder, employee, representative, or consultant of the Corporation. Neither of us has ever been involved in any way in the business or affairs of the Corporation.

13. There was no carryover in operation and management of the swine farm by the McLawhorns, the McLawhorn Defendants or the Corporation after we purchased the Property on November 23, 2010.

14. Neither I nor my husband assumed any liabilities that the McLawhorns, the McLawhorn Defendants or the Corporation had for their ownership and management of the previous swine finishing operation.

15. Neither I nor my husband has ever taken any action relating in any way to the farming operations of the McLawhorns, the McLawhorn Defendants or the Corporation for, on behalf of, or at the direction of the McLawhorns, the McLawhorn Defendants or the Corporation.

16. Neither I nor my husband took any action relating in any way to the Property for, on behalf of, or at the direction of the McLawhorns, the McLawhorn Defendants or the Corporation prior to November 23, 2010, when the closing on the purchase of the Property occurred.

17. My husband and I are altogether separate from, and (except for the purchase of the Property) have no business or family relationship with, the McLawhorns, the McLawhorn Defendants or the Corporation.

18. Neither I nor my husband took any action relating in any way to the farming operations of the McLawhorns, the McLawhorn Defendants or the Corporation on the Property for, on behalf of, or at the direction of the McLawhorns, the McLawhorn Defendants or the Corporation prior to November 23, 2010, when the closing on the purchase of the Property occurred.

19. Neither my husband nor I had any involvement in any actions taken on the Property prior to November 23, 2010, when the closing on the purchase of the Property occurred.

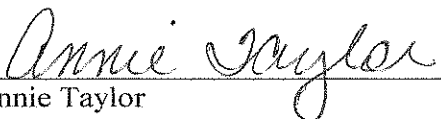
20. To ensure compliance with regulatory requirements for raising swine in a finishing operation on the Property, since purchasing the Property on November 23, 2010, my husband and I have maintained close contact with the regulatory agencies of the State of North Carolina, including the Department of Environment and Natural Resources, Division of Water Quality, and the Department of Agriculture and Consumer Services, Division of Soil and Water Conservation.

21. Neither I nor my husband has ever received from any regulatory agency of the State of North Carolina any written notice of any regulatory violation relating to the Property or the farming operations conducted on the Property since it was purchased on November 23, 2010.

22. No action has been taken against my husband or me by the United States Environmental Protection Agency or any regulatory agency of the State of North Carolina for any action that has been taken on the Property or in connection with the farming operations conducted on the Property since it was purchased on November 23, 2010.

I hereby declare, under penalty of perjury, that the foregoing is true and correct.

Executed on this 17 day of December, 2012.


Annie Taylor